

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW HAMPSHIRE**

---

In re:	CHAPTER 11
<b>FRED FULLER OIL &amp; PROPANE CO., INC.,</b>	Case No. 14-12188
Debtor	

---

**DEBTOR'S EMERGENCY MOTION FOR ORDER  
AUTHORIZING USE OF CASH COLLATERAL  
AND PROVISION OF ADEQUATE PROTECTION**

The debtor in possession, **Fred Fuller Oil & Propane Co., Inc.** (the "Debtor"), respectfully moves this Court as follows:

**INTRODUCTION AND REQUESTED RELIEF**

1. Pursuant to Code Sections 105, 363 and 361, the Debtor asks this Court to authorize the Debtor to use the proceeds of its inventory, accounts and other Cash Collateral to pay the costs and expenses provided for in the Budget attached as Exhibit A for the period beginning on November 10, 2014 and ending on November 22, 2014 without further hearing in the absence of an objection by a Record Lienholder claiming a Lien on Cash Collateral, as defined in Section 363 of the Bankruptcy Code (the "Budget," "Initial Use Period," "Use Period").

2. The following exhibits are attached hereto and incorporated herein by reference:

- a. Exhibit A Budget for the Use Period.
- b. Exhibit B Jeffrey T. Varsalone's Declaration.
- c. Exhibit C Beth E. Venuti's Declaration.

d. Exhibits D and E New Hampshire Secretary of State UCC Search Results Reports (collectively, the “UCC Lien Report”).

3. According to the UCC Lien Reports attached as Exhibits D and E, the following persons and entities hold or claim to hold liens of record in, to or on Debtor’s Cash Collateral, as defined in Code Section 363: (a) Sprague Operating Resources LLC f/k/a Sprague Energy Corp. (“Sprague”) and (b) the New Hampshire Department of Revenue Administration (the “NHDRA” and the “Record Cash Collateral Lienholders”).

4. Accompanying this Motion is a proposed Order (the “Order”) granting the Debtor the relief requested herein (a) through the last day of the Initial Use Period and (b) from the first day of the Extended Use Period in the absence of a timely objection by a Record Lienholder or any other party in interest which is sustained by this Court following a hearing (the “proposed Order”). The proposed Order:

a. Limits to \$1,009,000, with a cumulative variance of 10% on disbursements, the amount of Cash Collateral, which the Debtor may spend through the last day of the Use Period.

b. Grants each Record Lienholder a replacement lien on the Debtor’s post-petition Cash Collateral subject to, and on the terms and conditions set forth in the proposed Order.

c. Expires as of the earliest date on which a preliminary or final hearing on Cash Collateral can be held under the notice and service requirements of Bankruptcy Rules 4001(b) and (d) and 7004(h) absent the entry of an order extending it.

### **CONCURRENCE CERTIFICATE**

5. No Committee has yet been appointed in this Case.

6. The Debtor has discussed this Motion and the nature and extent of the use of cash collateral which will be limited to buying inventory and paying payroll with counsel to Sprague, the New Hampshire Attorney General and the United States Trustee.

7. The Debtor served a copy of this Motion as required by F.R.B.P. 4001, F.R.B.P. 2002 and LBR 4001-2, as shown by the Service List attached hereto.

### **JURISDICTION**

8. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.

9. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

### **PROCEDURAL HISTORY**

10. On November 10, 2014, the Debtor commenced its reorganization case by filing with this Court a petition for relief under Chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1330 (the "Petition Date" or "Filing Date" and "Code").

11. The Debtor is continuing in possession of its property and is operating and managing its business as debtor in possession pursuant to sections Code Sections 1107 and 1108 of the Code.

### **BASIS FOR REQUESTED RELIEF**

11. Attached to this Motion is the Budget prepared by Jeffrey T. Varsalone of CBIZ Corporate Recovery Services, whom the Debtor proposes to retain as the Debtor's Chief

Restructuring Officer (the “Varsalone” or the “CRO”), with information provided by and the assistance of employees of the Debtor. The Budget and his Declaration are attached as Exs. A and B.

12. The Budget projects the amount of projected receipts and disbursements as required by LBR 4001-2(d) and shows that:

a. Between cash on hand and revenue, the Debtor will suffer negative cash flow during the Use Period.

b. The Debtor expects to be able to pay its operating costs and expenses during the Interim Use and Use Period.

13. “Cash Collateral” means and includes for the purposes of this Motion “cash, deposit accounts and other cash equivalents ... in which the estate and an entity other than the estate have an interest, and includes the proceeds ... of property” of the estate, including inventory. Under Code Section 363(c)(2), a debtor may not use cash collateral without the consent of each “entity that has an interest in such cash collateral” or the “court ... authorizes such use.”

14. Only Cash Collateral Record Lienholders that held or may hold valid and enforceable, perfected security interests in Cash Collateral within the meaning of Code Section 506 on the Petition Date are entitled to adequate protection.

15. Sprague holds a lien of record on cash collateral.

16. NH DRA holds a lien of record on cash collateral.

17. The lien of record held Raymond C. Green Funding, LLC (“Green” and the “Green Lien”) does not encumber cash collateral.

18. On a reorganization value basis, the Debtor valued its Property at more than \$15,000,000 on the Petition Date, including \$206,000 in cash, \$3,499,400 in accounts receivable, approximately, \$500,000 in inventory, long-term leases of its business and distribution facilities and general intangibles including its customer list.

19. As the First in Time Record Lienholder which asserts a claim in the amount of \$4,700,000, Sprague has an equity cushion of at least \$10,000,000.

20. The Operating Expenses will be incurred in the ordinary course of the Debtor's on-going business during the Use Period.

21. The Budget permits the Debtor to purchase inventory and pay payroll. It does not include salary payable to insiders, except for Fred Fuller's sons-in-law which total approx. \$2,500 per week (the "Operating Expenses"). If the Debtor cannot continue to purchase inventory and make its payroll, it will not be able to continue its business operations for the benefit of its customers, creditors and other parties in interest.

22. The Budget projects and summarizes fairly and accurately the expected results of Debtor's business operations on a cash flow basis during the Use Period based on the information available to the Debtor at this time based on historic revenues and expenses. It does not include receipts on accounts receivable more than 90 days old.

23. Although the Debtor will suffer a negative cash flow during the Use Period, the Debtor expects to have sufficient cash on hand to cover the loss. The Debtor has already reduced significantly the burden on its cash flow by suspending temporarily the salaries paid insiders, except as disclosed in this Motion. In addition, the Debtor has increased its efforts to collect the more than \$1,000,000 in over 90-day receivables

24. Without the use of Cash Collateral, the reorganization of the Debtor will be impossible.

25. The use of Cash Collateral is essential to an effective reorganization of the Debtor.

26. The Debtor has the ability to reorganize its business and affairs for the benefit of its creditors and equity holders, but is also making an active search for a strategic or financial investor, partner or ally. It is involved in negotiations with three (3) prospective purchasers. Preliminary analyses show that it is more probable than not that the Debtor will generate EBITDA from operations. At this time, Debtor expects to be able to propose a confirmable plan.

27. The Debtor's business and assets have far more value in reorganization than in a liquidation.

28. Without the ability to meet its payroll and purchase inventory, this reorganization will be stopped in its tracks. Creditors will be irreparably and unnecessarily harmed.

29. Pending a hearing on this Motion, this Court should grant the Debtor and its bankruptcy estate the relief requested in this Motion on an ex parte, emergency basis.

**WHEREFORE**, the Debtor respectfully requests this Court to issue and enter the proposed Order attached hereto and grant the Debtor such further relief as may prove to be equitable, fair and lawful.

Respectfully submitted,

DATED: November 12, 2014

/s/ William S. Gannon  
William S. Gannon, BNH 01222

Counsel to:

**FRED FULLER OIL & PROPANE CO., INC.**

WILLIAM S. GANNON, PLLC  
889 Elm Street, 4th Floor  
Manchester, NH 03101  
PH: (603) 621-0833

**CERTIFICATE OF SERVICE**

I hereby certify that on this date I served the foregoing pleading on each person named below by causing it to be filed electronically via the CM/ECF filing system or mailed by first-class United States Mail, postage pre-paid, or in such other manner as may be indicated:

All Persons on the attached Service Lists.

DATED: November 12, 2014

/s/ Beth E. Venuti  
Beth E. Venuti

**APPEARANCES SERVICE LIST**

**In Re: Fred Fuller Oil & Propane Co., Inc., Chapter 11, Case No. 14-12188**

Lawrence M. Edelman on behalf of Sprague Operating Resources, LLC – via ECF

Office of the U.S. Trustee – via ECF

Peter C.L. Roth on behalf of State of New Hampshire – via ECF

Internal Revenue Service  
Special Procedures Function  
P.O. Box 9502  
Portsmouth, NH 03802

Internal Revenue Service  
Centralized Insolvency Operations  
P.O. Box 7346  
Philadelphia, PA 19101-7346

State of New Hampshire  
Dept. of Employment Security  
Attn: Arnold Rocklin-Weare  
32 South Main Street  
Concord, NH 03301

**LIST OF RECORD LIENHOLDERS**

**In Re: Fred Fuller Oil & Propane Co., Inc., Chapter 11, Case No. 14-12188**

Sprague Operating Resources, LLC  
To Attorney via ECF

NH Dept of Revenue Administration  
Collection Division  
P.O. Box 454  
Concord, NH 03302-0454



**20 LARGEST CREDITOR SERVICE LIST**

**In Re: Fred Fuller Oil & Propane Co., Inc., Chapter 11, Case No. 14-12188**

**PretiFlaherty**  
P.O. Box 1318  
Concord, NH 03302-1318

**Sanel Auto Parts Co**  
P.O. Box 504  
Concord, NH 03302-0504

**Blue Cow**  
50 Salem Street  
Lynnfield, MA 01940

**Sprague Energy**  
Box 847887  
Boston, MA 02284-7887

**City of Laconia-Tax Collector**  
P.O. Box 489  
Laconia, NH 03247

**Sullivan Tire Companies**  
P.O. Box 370  
Rockland, MA 02370-0370

**Dawn Coppola**  
1345 Union Street  
Manchester, NH 03104

**Tarantin Tank & Equipment Co**  
86 Venderveer Road  
Freehold, NJ 07728

**Dufresne & Lekas LLC**  
12 Parmenter Road  
Londonderry, NH 03053

**The Granite Group**  
P.O. Box 2004  
Concord, NH 03302-2004

**Energy Kinetics Inc**  
103 Molasses Hill Road  
Lebanon, NJ 08833

**The Portland Group**  
P.O. Box 583  
Framingham, MA 01702-0583

**Eprint Inc**  
10 A Rebel Road  
Hudson, NH 03051-0326

**Town of Hudson-Tax Collector**  
12 School Street  
Hudson, NH 03051

**Fred Fuller**  
1345 Union Street  
Manchester, NH 03104

**Town of Milford-Taxes**  
Real Estate Tax  
P.O. Box 981036  
Boston, MA 02298

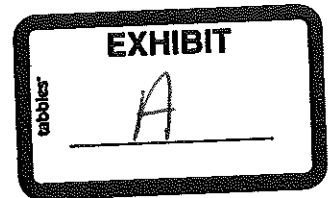
**Harvard Pilgrim Health Care Inc**  
P.O. Box 970050  
Boston, MA 02297-0050

**Town of Northfield-Taxes**  
21 Summer Street  
Northfield, NH 03276

**J A MARINO AUTOMATIC HEATING  
SUPPLY**  
80 MAPLE STREET  
Manchester, NH 03103

**NATIONAL INTERSTATE INSURANCE**  
P.O. BOX 547  
Richfield, OH 44286-0547

## BUDGET



## Fred Fuller Oil &amp; Propane - Draft Cash Flow Forecast

	Post-Petition		
	P W/E 11/15	P W/E 11/22	Total
<u>Receipts</u>			
Checks/Cash	245	395	640
Credit Cards	90	170	260
Total Receipts	335	565	900
<u>Disbursements</u>			
Fuel Purchases	(300)	(500)	(800)
Post-Petition A/P	-	-	-
Payroll <sup>(1)</sup>	(70)	(94)	(164)
Payroll Taxes	-	(35)	(35)
Pass Through Fidelity 401(k)	-	(9)	(9)
Misc.	-	(1)	(1)
Total Disbursements	(370)	(639)	(1,009)
Beginning Cash	206	171	
Cash Flow	(35)	(74)	(109)
Ending Cash	171	97	
<u>Current Asset Roll Forward</u>			
Cash	171	97	
Inventory	590	550	
Accounts Receivable <sup>(2)</sup>	3,499	3,324	
Total	4,260	3,971	
Increase/(Decrease)	-	(289)	

Notes:

1. Payroll excludes insiders Fred Fuller (President), Dawn Coppola (Office Manager), Rebecca Fuller (Office Clerk), Alison Carter (Office Clerk) and Laurie Reed (Office Clerk) and includes insiders Leonard Carter (Service Manager) and Fred Reed (Operations Manager). Total insider payroll is approximately \$2,500 per week.

2. Change in accounts receivable includes estimated 5% reduction in sales due to impact of chapter 11 filing. Impact is expected to reverse in future periods.

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW HAMPSHIRE



---

In re:

CHAPTER 11

**FRED FULLER OIL & PROPANE CO., INC.,**

Case No. 14-12188

Debtor

---

**JEFFREY T. VARSALONE'S DECLARATION IN SUPPORT OF  
DEBTOR'S EMERGENCY MOTION FOR ORDER AUTHORIZING  
USE OF CASH COLLATERAL AND PROVISION OF ADEQUATE PROTECTION**

Pursuant to 28 U.S.C. § 1746, I, Jeffrey T. Varsalone, do hereby declare and state,  
under penalties of perjury that:

1. I am a Managing Director in the Corporate Recovery Services Group of CBIZ, Inc., d/b/a CBIZ MHM, LLC, a national accounting and consulting firm, having an address at 500 Boylston Street, Boston, MA, among others. I am the proposed Chief Restructuring Officer of the Debtor and have worked diligently on an expedited timeframe to familiarize myself with the Debtor and its business. For more than 15 years I have work for advisory firms advised debtors, creditors, official committees of unsecured creditors and other parties-in-interest in bankruptcy proceedings and out-of-court work outs throughout the country. I have and currently serve as a fiduciary to creditors as a post-confirmation and liquidating trustee. I have prepared expert reports on the solvency and valuation of distressed businesses and have testified in U.S Bankruptcy Courts in several matters on a variety of issues, including issues relating to the use of cash collateral and debtor-in-possession financing. Attached as Exhibit A is a copy of my summary biography.

2. I have personal knowledge of the matters set forth in this Declaration based on the work done with the Debtor, except in those instances in which the matter set forth herein is asserted upon information and belief. In each such instance, the matter so asserted is based upon information, which I believe to be true.

3. I have signed this Declaration with the understanding that it will be submitted to the United States Bankruptcy Court for the District of New Hampshire in support of the Debtor's Emergency Motion For Order Authorizing Use Of Cash Collateral and Provision of Adequate Protection prepared by the William S. Gannon PLLC, the Debtor's proposed General Bankruptcy Counsel with information provided by and the active participation and assistance of employees of the Debtor, each of whom appeared to be knowledgeable and competent with respect to the subject matter of our discussions (the "Motion").

4. I have read the Motion and the Exhibits attached to the Motion. To the best of my knowledge and belief, all of the statements made in the Motion are accurate and complete in all material respects.

5. The Office of the United States Trustee has not yet appointed an Official Committee of Unsecured Creditors.

6. I have reviewed carefully the Motion and the Exhibits attached to, accompanying or filed in support of the Motion.

7. This Declaration is based on, and incorporates the Motion, the Exhibits thereto, the Declaration of Beth E. Venuti, Paralegal and my own reasonable inquiries and investigations conducted in an expedited time frame. Except as otherwise defined herein, all words, terms and phrases defined in the Motion shall have be given the same meaning when used herein.

**8.** As required by Local Bankruptcy Rule 4001-2:

**a.** Based on information provided by the Debtor, the names and addresses of the persons holding or claiming to hold the 20 largest, unsecured claims against the Debtor, as shown by the Debtor's business records, are set forth in the Certificate of Service attached to the Motion.

**b.** The names and addresses of the persons holding or claiming to hold Record Lien against the Debtor's Cash Collateral, as provided by the Debtor and shown by the Debtor's business records and the New Hampshire Secretary of State, are set forth in the Motion.

**c.** Based upon my discussions with proposed General Bankruptcy Counsel to the Debtor, I understand that he has discussed the use of cash collateral on an interim basis with counsel to Sprague Operating Resources LLC f/k/a Sprague Energy Corp., the New Hampshire Attorney General and the United States Trustee.

**d.** I am generally familiar with the Debtor's business operations as shown on its business and financial records, including revenue and cost and expense.

**e.** With information provided by the Debtor and the assistance of Debtor's employees, I prepared the Budget attached to the Motion, which shows the receipts and disbursements to be paid during the Use Period.

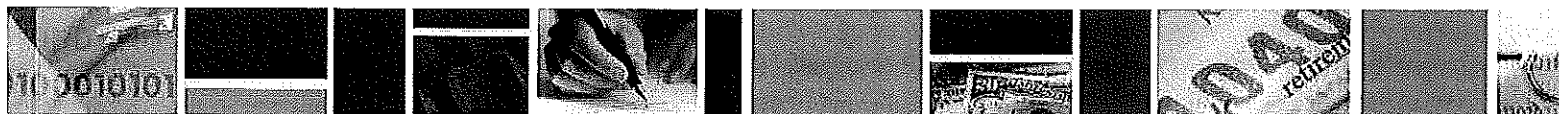
**f.** Based on my experience, general knowledge of the business operations of the Debtor, circumstances, conditions and facts, I believe that (1) the Budget is fair, reasonable and includes no more money than reasonably necessary to continue operations over the Initial Use Period and (2) absent material variances, the Debtor will be able to meet and satisfy the Debtor's adequate protection obligations under the order approving the Motion.

9. To the best of my knowledge and belief, the statements made by me herein are complete and true in all material respects.

Respectfully submitted,

Dated: November 12, 2014

/s/Jeffrey T. Varsalone  
Jeffrey T. Varsalone  
Managing Director  
CBIZ Corporate Recovery Services  
Proposed Chief Restructuring Officer



## Jeffrey T. Varsalone, J.D.

*Managing Director, CBIZ MHM, LLC*

Jeffrey T. Varsalone, a Managing Director in the Corporate Recovery Group, is based in Boston, MA. Mr. Varsalone specializes in special situations transactional services, including distressed company services, creditor advisory services and investor advisory services. He has over 15 years of experience in distressed transactions, including restructuring, turnaround, workouts and representing the various parties-in-interest in chapter 11 bankruptcies.

### Expertise

- Recapitalizations
- Going concern or partial sales
- Financing solutions
- Profit improvement
- Managing liquidity crises
- Negotiation of recovery solutions
- Inter-creditor negotiations
- Distressed buy-side advisory

### Experience

- Mr. Varsalone's experience covers a wide range of industries including retail, construction, consumer products, media, manufacturing, real estate, restaurant, technology and transportation.
- Mr. Varsalone is experienced in providing liquidity solutions, assessing business plan viability, structuring plans of reorganization and conducting §363 asset sale processes.
- Mr. Varsalone has prepared expert reports on the solvency and valuation of distressed businesses and has testified in U.S. Bankruptcy Courts on variety of issues.

### Testimony/Depositions

- *In re Leticia, Inc.* – cash collateral and viability
- *In re One2One Communications* – plan feasibility
- *In re Avado Brands* – sale and settlement
- *In re Electronics Expo* – going concern sale
- *In re Lang Holdings* – going concern sale
- *In re Harvey Electronics* – DIP financing

### Representative Cases

- Borders
- Reader's Digest
- Mervyn's Holdings
- AviStar/Fasttrack Airport Parking
- KB Toys
- 4Kids Entertainment
- WordWorld
- Jackson Hewitt
- Electronics Expo
- SP Newsprint
- Chopper Logistics

### Background

#### *Education*

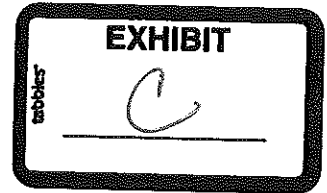
J.D. - St. John's University School of Law

B.A. - Boston College

#### *Professional Licenses and Memberships*

- American Bankruptcy Institute
- Turnaround Management Association
- Commercial Finance Association
- Association of Insolvency and Restructuring Advisors





UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW HAMPSHIRE

---

In re:

CHAPTER 11

**FRED FULLER OIL & PROPANE CO., INC.,**

Case No. 14-12188

Debtor

---

**BETH E. VENUTI'S DECLARATION IN SUPPORT OF  
DEBTOR'S EMERGENCY MOTION FOR ORDER AUTHORIZING USE OF CASH  
COLLATERAL AND PROVISION OF ADEQUATE PROTECTION  
REGARDING UCC-LIEN SEARCH AND  
PROVENANCE OF DOCUMENTS ATTACHED AS EXHIBITS**

Pursuant to 28 U.S.C. § 1746, I, **Beth E. Venuti** (the "Declarant"), do hereby declare under penalty of perjury that:

1. I am over 18 years of age and have signed this Declaration with the understanding that it will be submitted to the United States Bankruptcy Court for the District of New Hampshire in support of Debtor's Emergency Motion For Order Authorizing Use Of Cash Collateral And Provision Of Adequate Protection (the "Motion").

2. I have personal knowledge of the matters set forth in my Declaration and all of the statements made herein are true and correct to the best of my knowledge and belief.

3. I am employed by William S. Gannon PLLC as a paralegal. My prior legal experience is outlined in my resume attached as Exhibit C-1. In the course of my employment, I have become familiar with the process of searching the indices of records pertaining to financing statements, security interests and other voluntary and involuntary liens of record (collectively, "Lien Records" and "Record Liens") filed with the offices of Secretaries of State, including the Department of State of the State of New Hampshire (the "Department of State").



4. On November 12, 2014, I searched electronically the indices of the New Hampshire Department of State for the purpose of identifying Liens filed against the Debtor in this case.

5. The Liens Filing Search Results Reports that I obtained from the New Hampshire Department of State are attached to the Motion as Exhibit D and E (the “UCC Reports”). According to the UCC Reports, eight (8) chains of unexpired Financing Statements in the UCC Information Management System name the Debtor as the debtor. The chain filed by Corporation Service Company, as Representative which appears on Exhibit D and in duplicate on Exhibit E was terminated by the Creditor.

6. The UCC Reports included a hyperlink to the UCC-1 Filing History, which contained a hyperlink to the UCC Financing Statements and other liens of record (collectively, “Record Liens” and “Record Lien Notices”), which name the Debtor, as debtor and the following persons and entities as a secured party or a lienholder (collectively, the “Record Lienholders”):

- a. Sprague Operating Resources, LLC;
- b. NH Department of Revenue Administration; and,
- c. Raymond C. Green Funding, LLC.

7. Exhibits C-2 through C-7 summarize the Collateral claimed by each Record Lienholder.

8. The proposed Debtor’s Counsel has explained the meaning of “cash collateral” to me (“Cash Collateral”).

9. Only the following Record Lienholders seem to claim an interest in Cash

Collateral (the "Cash Collateral Record Liens"):

a. Sprague Operating Resources, LLC (two liens filed 12/22/2011 and 12/10/2012);

b. NH Department of Revenue Administration (one lien filed 2/13/2012).

10. All of the Exhibits attached hereto, are a complete, genuine and true copies of the documents on file with the Department of State according to the UCC Report and the Lien Search Results, as described herein.

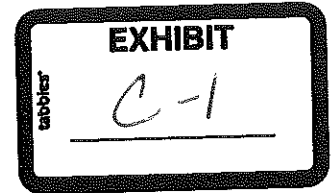
11. Further, the Declarant sayeth not.

Respectfully submitted,

DATED: November 12, 2014

/s/ Beth E. Venuti  
Beth E. Venuti, Declarant

**Beth Elena Venuti**



**Professional Experience:**

August 1992 — May 1997                      Kushner & Sanders (Wellesley, MA)

I was hired as a clerk in the foreclosure department. I was promoted to paralegal in the foreclosure department. During this time, I administered the foreclosure process from initial intake through foreclosure deed. I also assisted the Bankruptcy and Corporate departments. I drafted various bankruptcy pleadings and maintained corporate books. Eventually, I was moved to the litigation department where I worked on Personal Injury and Civil Litigation cases. I drafted many documents and pleadings. I created various checklists and tracking forms to better organize and streamline the firm's foreclosure, bankruptcy and personal injury procedures.

May 1997 — August 2000                      Schreiber & Associates, P.C. (Danvers, MA)

I assisted a Chapter 7 Trustee in administering bankruptcy estates, drafting pleadings, preparing periodic reports in accordance with federal and local rules/guidelines, investigating and liquidating assets, maintaining estate bankruptcy estate accounts, ordering supplies, scheduling meetings and depositions; liaison between attorneys, Debtors, creditors, U.S. Trustee personnel, Court personnel and interested parties. I assisted a Chapter 11 Trustee in the operations associated with a golf course, maintaining bankruptcy estate bank accounts, processing payroll, processing accounts payable and receivable.

August 2000 — April 2004                      The McCabe Group, P.C. (Boston, MA)

I was the senior paralegal providing administrative support to attorneys in all areas of their litigation practice. I prepared pleadings, provided analysis of documentation and data, created and maintained timelines to assist in complex litigation cases. I maintained and organized case documentation.

June 2004 — November 2009                      Sheehan Phinney Bass + Green, PA (Manchester, NH)

This firm created a new paralegal position for me in their bankruptcy department. I was initially responsible for providing administrative support for two attorneys in all areas of their bankruptcy practice, preparing forms and various pleadings, and providing detailed analysis of documentation and data. Within approximately six months of my hiring date, the senior partner told me that he would like to apply for a Chapter 7 Trusteeship. He asked me if I would administer his Chapter Trustee practice, if he was appointed, as I had extensive experience doing so at a prior employer. He applied and was subsequently appointed. assisted the Chapter 7 Trustee in administering bankruptcy estates, drafting pleadings, preparing periodic reports in accordance with federal and local rules/guidelines, investigating and liquidating assets, maintaining bankruptcy estate accounts, ordering supplies, scheduling meetings and depositions and acting as primary contact person for attorneys, Debtors, creditors, U.S. Trustee personnel, Court personnel and interested parties.

**Education:**

Northeastern University - Paralegal Certificate Program completed 1993.

**Additional Information:**

Notary Public and Justice of the Peace for the State of New Hampshire.

EXHIBIT

C-2

File Number: 20100003933B  
 Date Filed: 02/22/2010 04:30 PM  
 William M. Gardner  
 Secretary of State

## UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]  
603-622-0433

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Windward Petroleum, Inc.  
 1064 Goffs Falls Road  
 Manchester NH 03103

State of New Hampshire  
 UCC1 Initial Filing 1 Page(s)



T1005354057

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME

Fred Fuller Oil Company, Inc.

OR

1b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

1c. MAILING ADDRESS

55 Bay Street

CITY

Laconia

STATE

NH

POSTAL CODE

03246

COUNTRY

USA

1d. SEE INSTRUCTIONS

ADD'L INFO RE  
ORGANIZATION  
DEBTOR1e. TYPE OF ORGANIZATION  
Corp1f. JURISDICTION OF ORGANIZATION  
NH

1g. ORGANIZATIONAL ID #, if any

☒ NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR

2b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

2c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

2d. SEE INSTRUCTIONS

ADD'L INFO RE  
ORGANIZATION  
DEBTOR

2e. TYPE OF ORGANIZATION

2f. JURISDICTION OF ORGANIZATION

2g. ORGANIZATIONAL ID #, if any

☐ NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - Insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME

Windward Petroleum, Inc.

OR

3b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

3c. MAILING ADDRESS

1064 Goffs Falls Road

CITY

Manchester

STATE

NH

POSTAL CODE

03103

COUNTRY

USA

4. This FINANCING STATEMENT covers the following collateral:

- 2 Graco 203-876 Fireball Oil Pumps 5:1
- 2 Graco 222-308 Bung Adapters 2"
- 2 Balcrank 3260-048 Mini-Filter/Regulator/Lubricators
- 3 Graco 241-791 Mounting Brackets
- 2 Graco 237-022 Oil Reels 50 Ft.
- 1 Graco 256-215 Digital Oil Control 16 Quart
- 1 Graco 207-738 Mechanical Preset Oil Control 60 Quart
- 1 Graco 225-014 Grease Pump Package 120lb.
- 1 Graco 237-034 Grease Reel 50 Ft.
- 1 Graco 242-056 Grease Control Valve
- 1 Graco 202-577 Grease Swivel
- Miscellaneous Fittings, Hoses, Suction Tube

FILED WITH: SECRETARY OF STATE

5. ALTERNATIVE DESIGNATION (if applicable): ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAIOLR ☐ SELLER/BUYER ☐ AG. LIEN ☐ NON-UCC FILING

6. ☐ This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable) 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE) (optional) ☐ All Debtors ☐ Debtor 1 ☐ Debtor 2

8. OPTIONAL FILER REFERENCE DATA

FILING OFFICER COPY

UCC FINANCING STATEMENT (FORM UCC1) (REV. 05/22/02)

REORDER FROM  
 Registr6, Inc.  
 514 PIERCE ST.  
 P.O. BOX 210  
 ANOKA, MN 55303  
 (763) 421-1713

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

Pierce Atwood LLP

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Pierce Atwood LLP  
1 New Hampshire Ave Ste 350  
Portsmouth, NH 03801

**EXHIBIT**C-3

File Number: 11122298524  
Date Filed: 12/22/2011 3:51:37 PM  
William M. Gardner  
Secretary of State

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Page 1 of 2

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (1a or 1b) - do not abbreviate or combine names

OR	1a. ORGANIZATION'S NAME <b>Fred Fuller Oil &amp; Propane Co., Inc.</b>				
	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS <b>12 Tracy Lane</b>		CITY <b>Hudson</b>	STATE <b>NH</b>	POSTAL CODE <b>03051</b>	COUNTRY <b>USA</b>
1d. SEE INSTRUCTIONS		ADDL INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>Corporation</b>	1f. JURISDICTION OF ORGANIZATION <b>New Hampshire</b>	1g. ORGANIZATIONAL ID#, if any <b>140571</b> <input type="checkbox"/> None

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (2a or 2b) - do not abbreviate or combine names

OR	2a. ORGANIZATION'S NAME				
	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS		ADDL INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> None

3. SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (3a or 3b)

OR	3a. ORGANIZATION'S NAME <b>Sprague Operating Resources, LLC</b>				
	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS <b>2 International Drive, Ste. 200</b>		CITY <b>Portsmouth</b>	STATE <b>NH</b>	POSTAL CODE <b>03801</b>	COUNTRY <b>USA</b>

4. This FINANCING STATEMENT covers the following collateral:

The following properties, assets and rights of Fred Fuller Oil & Propane Co., Inc., wherever located, whether now owned or hereafter acquired or arising, and all proceeds and products thereof:

All personal and fixture property of every kind and nature including without limitation all goods (including inventory, equipment and any accessions thereto), instruments (including promissory notes), documents, accounts (including without limitation health-care-insurance receivables and other receivables), chattel paper (whether tangible or electronic), deposit accounts, letter-of-credit rights (whether or not the letter of credit is evidenced by a writing), commercial tort claims, securities and all other investment property, supporting obligations, any

5. ALTERNATE NAME DESIGNATION	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC
6. <input type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.						
8. OPTIONAL FILER REFERENCE DATA						

other contract rights or rights to the payment of money, insurance claims and proceeds, and all general intangibles (including all payment intangibles).

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

Pierce Atwood

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Pierce Atwood  
1 New Hampshire Avenue, Suite 350  
Portsmouth, NH 03801

**EXHIBIT**

C-4

File Number: 121210553510  
Date Filed: 12/10/2012 2:17:16 PM  
William M. Gardner  
Secretary of State

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Page 1 of 2

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (1a or 1b) - do not abbreviate or combine names

OR	1a. ORGANIZATION'S NAME <b>Fred Fuller Oil &amp; Propane Co., Inc.</b>				
	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
1c. MAILING ADDRESS <b>12 Tracy Lane</b>		CITY <b>Hudson</b>	STATE <b>NH</b>	POSTAL CODE <b>03051</b>	COUNTRY <b>USA</b>
1d. SEE INSTRUCTIONS		ADDL INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>Corporation</b>	1f. JURISDICTION OF ORGANIZATION <b>New Hampshire</b>	1g. ORGANIZATIONAL ID#, if any <b>140571</b> <input type="checkbox"/> None

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (2a or 2b) - do not abbreviate or combine names

OR	2a. ORGANIZATION'S NAME				
	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS		ADDL INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> None

3. SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (3a or 3b)

OR	3a. ORGANIZATION'S NAME <b>Sprague Operating Resources, LLC</b>				
	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX
3c. MAILING ADDRESS <b>2 International Drive, Ste. 200</b>		CITY <b>Portsmouth</b>	STATE <b>NH</b>	POSTAL CODE <b>03801</b>	COUNTRY <b>USA</b>

4. This FINANCING STATEMENT covers the following collateral:

The following properties, assets and rights of Fred Fuller Oil & Propane Co., Inc., wherever located, whether now owned or hereafter acquired or arising, and all proceeds and products thereof:

All personal and fixture property of every kind and nature including without limitation all goods (including inventory, equipment and any accessions thereto), instruments (including promissory notes), documents, accounts (including without limitation health-care-insurance receivables and other receivables), chattel paper (whether tangible or electronic), deposit accounts, letter-of-credit rights (whether or not the letter of credit is evidenced by a writing), commercial tort claims, securities and all other investment property, supporting obligations, any

5. ALTERNATE NAME DESIGNATION ☐ LESSEE/LESSOR ☐ CONSIGNEE/CONSIGNOR ☐ BAILEE/BAILOR ☐ SELLER/BUYER ☐ AG. LIEN ☐ NON-UCC6. ☐ This FINANCING STATEMENT is to be filed (or recorded) in the REAL ESTATE RECORDS.

8. OPTIONAL FILER REFERENCE DATA

19448/9564

other contract rights or rights to the payment of money, insurance claims and proceeds, and all general intangibles (including all payment intangibles). Notwithstanding any terms to the contrary, collateral will not include any vehicles.



## Form 9

## Notice of Other Lien Filing

Name and telephone number of contact (optional):

Philip E. Lawrence, Director (603) 230-5908

For Secretary of State

File Number: 120215336823  
 Date Filed: 2/13/2012 4:30:00 PM  
 William M. Gardner  
 Secretary of State

Return copy to: (name and mailing address)

NH DEPT OF REVENUE ADMINISTRATION  
 COLLECTION DIVISION  
 PO BOX 454  
 CONCORD NH 03302-0454

REF#: CD 2012-3678

CO # 10

Check one only:

- ☒ Notice of filing of lien.  
☐ Notice of full release or discharge of lien.  
☐ Notice of change of lien.

EXHIBIT

tabbies

C-5

INORD46012021400430136

No. of Pages 2 Pages



Department of Revenue Administration - Initial

1. Debtor Name: Insert only one debtor in 1a or 1b.

FRED FULLER OIL CO INC

12 TRACY LN

1a. Entity's Name

1c. Mailing Address

HUDSON NH USA 03051

1b. Individuals' Last Name First M.I. Suffix

City State Country Postal Code

2. Additional Debtor Name: Insert only one debtor in 2a or 2b.

2a. Entity's Name

2c. Mailing Address

2b. Individuals' Last Name First M.I. Suffix

City State Country Postal Code

3. Lienor's Name:

NH DEPARTMENT OF REVENUE ADMINISTRATION

PO BOX 454

3a. Entity's Name

3c. Mailing Address

CONCORD NH USA 03301

3b. Individuals' Last Name First M.I. Suffix

City State Country Postal Code

4. Type of lien/statutory authority (check one only):

- ☐ Federal Tax lien ☒ State Tax lien ☐ Aircraft Registration lien ☐ Employment Security lien.  
☐ Child Support lien ☐ Hazardous Waste lien ☐ Housing Finance Authority lien.  
☐ Road Toll lien ☐ Writ of Attachment ☐ State Food Security Act lien

5. Complete if filing is a release, discharge or change.

Filing Location of initial lien:

Filing of initial lien:

File Number assigned to initial lien:



**STATE OF NEW HAMPSHIRE**  
**DEPARTMENT OF REVENUE ADMINISTRATION**  
**State of New Hampshire Tax Lien**

TO: NH SECRETARY OF STATE

FRED FULLER OIL CO INC  
 12 TRACY LN  
 HUDSON NH 03051

**CORPORATE**

December 28, 2011  
 FEIN 02-0433137  
 CD # 2012-3678  
 CO # 10

**NOTICE AND DEMAND FOR PAYMENT**

PURSUANT TO THE PROVISIONS OF RSA 21-J:28-C, THE FILING OF THIS NOTICE IN ACCORDANCE WITH RSA 454-B:2 CONSTITUTES A LIEN IN FAVOR OF THE STATE OF NEW HAMPSHIRE ON ALL REAL ESTATE, PERSONAL ESTATE, PROPERTY INTEREST, RIGHTS AND CREDITS BELONGING TO THE ABOVE NAMED TO THE EXTENT NECESSARY TO SATISFY THE PAYMENT OF THE SUM DUE TOGETHER WITH ALL INTEREST, COSTS, AND ATTORNEY FEES WHICH ARE NOW DUE, OR MAY HEREAFTER ACCRUE. ANY LIEN FILED SHALL CONTINUE, AND SHALL BE VALID AND BINDING UNTIL LIABILITY FOR THE SUM, WITH INTEREST, COSTS AND ATTORNEY'S FEES WHICH ARE NOW DUE OR MAY HEREAFTER ACCRUE, OR SIX YEARS FROM THE DATE SUCH LIEN IS FILED, WHICHEVER IS EARLIER.

Assessment Date	Tax Type	Tax Period Ending	Tax Due	Penalties, Fees & Interests	Payments	Balance Due
08/23/11	BS	12/31/04	\$112,125.88	\$77,881.97	\$22,851.96	\$167,155.89
07/26/11	BS	12/31/05	\$45,007.00	\$2,761.53	\$45,069.00	\$2,699.53
WE HAVE MADE DEMAND FOR PAYMENT OF THIS LIABILITY, BUT IT REMAINS UNPAID. I HEREBY CERTIFY THE ABOVE TO BE A TRUE AND CORRECT AS ASSESSED AND SUBJECT TO ACCRUING INTEREST.				RECORDING FEES		\$39.90
				TOTAL		\$169,895.32

*Philip E. Lawrence*  
 Philip E. Lawrence, Director

COLLECTION DIVISION  
 (603) 230-5908

109 Pleasant Street, PO Box 454  
 Concord, NH 03302-0454

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Brouillard & Brouillard, PLLC  
16 Academy Street  
Laconia, NH 03246

**EXHIBIT**

C-6

File Number: 121217558235  
Date Filed: 12/14/2012 4:30:00 PM  
William M. Gardner  
Secretary of State

INORD56312121700150039

No. of Pages 3 Pages



UCC1

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME Fred Fuller Oil & Propane Co., Inc.				
OR	1b. INDIVIDUAL'S LAST NAME Fuller	FIRST NAME Frederick	MIDDLE NAME J.	SUFFIX
1c. MAILING ADDRESS 12 Tracy Lane		CITY Hudson	STATE NH	POSTAL CODE 03051
1d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION	1f. JURISDICTION OF ORGANIZATION	1g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME				
OR	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE
2d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME Raymond C. Green Funding, LLC				
OR	3b. INDIVIDUAL'S LAST NAME Green	FIRST NAME Raymond	MIDDLE NAME C.	SUFFIX
3c. MAILING ADDRESS 111 Huntington Avenue, Suite 600		CITY Boston	STATE MA	POSTAL CODE 02199
				COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

Fuel oil bulk distribution facility including tanks, pumps and fuel oil loading apparatus located on premises at 13 Tracy Lane, Hudson, New Hampshire and 64 Primrose Drive, Laconia, New Hampshire.

See Schedule A attached hereto.

5. ALTERNATIVE DESIGNATION (if applicable):	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. [THIS FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)]	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		All Debtors		Debtor 1	Debtor 2
8. OPTIONAL FILER REFERENCE DATA						

**UCC FINANCING STATEMENT ADDENDUM**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

**9. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT**

9a. ORGANIZATION'S NAME		
Fred Fuller Oil & Propane Co., Inc.		
OR		
9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX
Fuller	Frederick	J.

**10. MISCELLANEOUS:**

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

**11. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (11a or 11b) - do not abbreviate or combine names**

11a. ORGANIZATION'S NAME				
OR				
11b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
11d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	11e. TYPE OF ORGANIZATION	11f. JURISDICTION OF ORGANIZATION	11g. ORGANIZATIONAL ID #, if any
				<input type="checkbox"/> NONE

**12. ☐ ADDITIONAL SECURED PARTY'S or ☐ ASSIGNOR S/P'S NAME - Insert only one name (12a or 12b)**

12a. ORGANIZATION'S NAME				
OR				
12b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
12c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY

13. This FINANCING STATEMENT covers ☐ timber to be cut or ☐ as-extracted collateral, or is filed as a ☐ fixture filing.

14. Description of real estate:

16. Additional collateral description:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

17. Check only if applicable and check only one box.

Debtor is a ☐ Trust or ☐ Trustee acting with respect to property held in trust or ☐ Decedent's Estate

18. Check only if applicable and check only one box.

☐ Debtor is a TRANSMITTING UTILITY☐ Filed in connection with a Manufactured-Home Transaction — effective 30 years☐ Filed in connection with a Public-Finance Transaction — effective 30 years

SCHEDULE A

All contracts, fixtures, equipment, appliances, building materials, and other articles of personal property now or at any time hereafter placed on, attached to, incorporated in and/or installed in or used in any way in connection with the construction, use, operation and/or occupation of certain real estate at Hillsborough County, New Hampshire and/or any and all buildings or improvements now or hereafter erected thereon, whether now owned or hereafter acquired, including all additions, accessions, replacements or substitutions thereto or therefor, and all products and proceeds thereof (other than movable personal property owned by tenants of said real estate now or hereafter on said real estate) and all tax abatements with respect thereto.

ID # 26767v01/6385-111

1/24/00

**UCC FINANCING STATEMENT AMENDMENT**

FOLLOW INSTRUCTIONS

**File Number: 140124854252**  
**Date Filed: 1/23/2014 4:30:00 PM**  
**William M. Gardner**  
**Secretary of State**

<b>A. NAME &amp; PHONE OF CONTACT AT FILER (optional)</b> Simon C. Leeming (603) 410-1500
<b>B. E-MAIL CONTACT AT FILER (optional)</b> sleeming@preti.com
<b>C. SEND ACKNOWLEDGMENT TO: (Name and Address)</b>  Preti Flaherty Beliveau & Pachios, PLLP PO Box 1318 Concord, NH 03302-1318

INORD49314012300280098

No. of Pages 8 Pages



UCC3

**1a. INITIAL FINANCING STATEMENT FILE NUMBER**  
 121217558235

**1b.** ☐ This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS  
 Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

**2.** ☐ **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

**3.** ☐ **ASSIGNMENT** (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9  
 For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

**4.** ☐ **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

**5.** ☐ **PARTY INFORMATION CHANGE:**

Check one of these two boxes:

AND Check one of these three boxes to:

This Change affects ☐ Debtor or ☐ Secured Party of recordCHANGE name and/or address: Complete ☐ item 6a or 6b; and item 7a or 7b and item 7cADD name: Complete item ☐ 7a or 7b, and item 7c

DELETE name: Give record name to be deleted in item 6a or 6b

**6. CURRENT RECORD INFORMATION:** Complete for Party Information Change - provide only one name (6a or 6b)

6a. ORGANIZATION'S NAME

Fred Fuller Oil &amp; Propane Co., Inc.

OR

6b. INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

**7. CHANGED OR ADDED INFORMATION:** Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

**8.** ☒ **COLLATERAL CHANGE:** Also check one of these four boxes: ☐ ADD collateral ☒ DELETE collateral ☐ RESTATE covered collateral ☐ ASSIGN collateral  
 Indicate collateral:

See Exhibit A attached, with no other collateral being released.

**9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT:** Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)  
 If this is an Amendment authorized by a DEBTOR, check here ☐ and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME

Raymond C. Green Funding, LLC

OR

9b. INDIVIDUAL'S SURNAME

Green

FIRST PERSONAL NAME

Raymond

ADDITIONAL NAME(S)/INITIAL(S)

C.

SUFFIX

**10. OPTIONAL FILER REFERENCE DATA:**

**Exhibit A**

All vehicles and rolling stock including without limitation as listed on Schedule A and Schedule B attached.

**SCHEDULE A**  
List of Vehicles and Rolling Stock

Fred Fuller Oil Co, Inc.		VEHICLE LISTING					1/8/2014	
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color	
	2007	UTILITY	LAWN	NHTRO149744	T207758	1,000	BLACK	
	1993	Tug	Carhaul	1T9EU1669PMTRL023	T162684	8,000	Black	
	2001	BLAW	MISC	5B1AS15201C000994	CE14198	9,200	Yellow	
	2001	HYDR	MISC	1H9CST25011120919	CE14161	2,800	Black	
	2012	power	UTILITY	5LEBZ2272C1122091	T358253	7,000	BLACK	
	1989	H&H	Utility tank	1H910169XF1018931	T368579	1,800	BLUE	
	2011	COTC	UTILITY	4VMUL061XBG075367	T337873	2,000	BLACK	

Fred Fuller Oil Co, Inc.		VEHICLE LISTING					1/8/2014	
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color	
Transport Division				US DOT 381743				
T-1	2007	HEEL	TANK 11	5HTAB433677K72237	T190338		White	
T-2	1989	Fruehauf	Tank 10k	1H4T04239KL029301	TK2516		White	
T-3	1989	Fruehauf	Tank 10k	1H4T042311L003101	T170832		White	
T-4	2002	Polar	Tank 12k	1PMA2433325003129	TR4043		Aluminum	
T-5	2002	Polar	Tank 12k	1PMA2433325003130	TR4042		Aluminum	
T-6	2009	Egger	Lowbed	1121BX3779L072380	T268914		Black	
T-7	2001	Holt	Tank 12K	5HTAB46381JL65411	T287617		Aluminum	
T-8	2011	MTC	Propane Tank	1M9PTOX37B0335044	T346086		White	
2	2013	Freight	Tractor	1FUJGLDR7JLFA4434		80,000	BL/WH	
3	2007	Mack	Tractor	1M1A107Y97N009337	38044AR	80,000	BL/WH	
4	2007	Mack	Tractor	1M1A107Y77N009336	38043AR	80,000	BL/WH	
5	2007	Mack	Tractor	1M1A107Y57N009335	38042AR	80,000	BL/WH	
6	2008	Mack	Tractor	1M1A107Y18N001285	38041AR	80,000	BL/WH	
7	2009	Freight	Tractor	1FUJGBDRX9LAL9787	38040AR	80,000	BL/WH	
8	2004	Mack	Tractor	1M1AA18Y64N155730	38039AR	80,000	BL/WH	
9	2010	Freight	Tractor	1FUJGBGC3ASAT6967	38038AR	80,000	BL/WH	



Fred Fuller Oil Co, Inc.		VEHICLE LISTING							
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color		1/8/2014
Hudson Retail Delivery				US DOT 381743					
11	1990	Ford	Tank 3k	1FDXR82A31VA48314	AB2037	33,000	Blue		
17	2002	Sterling	Tank 3k	2FZAARAK32A74507	AB2037	33,000	Bl/Wht		
18	2010	Ford	Tank 3k	1PVACXBS9AHAR0388	AF2968	33,000	Bl/Wht		
20	2000	Ford	Tank 3k	1PV6HFBAR2YHG09803	AB5609	33,000	Bl/Wht		
21	2010	Ford	Tank 3k	1PVACXBS7AHAR0390	AF2967	33,000	Bl/Wht		
22	2011	Ford	Tank 3k	1FVACXBS9BDAY2331	AF3576	33,000	Bl/Wht		
23	2011	Ford	Tank 3k	1FVACXBS0BDAY2332	AE3577	33,000	Bl/Wht		
24	2004	Sterling	Tank 3k	2FZACGAK54AM86175	AB2024	33,000	Bl/Wht		
25	2004	Sterling	Tank 3k	2FZACGAK14AN03148	AE3216	33,000	Bl/Wht		
26	2005	Sterling	Tank 3k	2FZACGDC31AN91142	AB2024	33,000	Bl/Wht		
32	2005	Sterling	Tank 3k	2FAZCQDCX5AN91672	AE8791	33,000	Blue		
33	2005	Sterling	Tank 3k	2FZACGDC55AU74761	AE8793	33,000	Blue		
35	2010	Ford	Tank 3k	1PVACXBS9AHAR0391	AF2964	33,000	Bl/Wht		
36	2005	Sterling	Tank 3k	2FZACGDC75AN91144	AE7851	33,000	Bl/Wht		
39	2006	Sterling	Tank 3k	2FZACGDC96AV89591	AD3693	33,000	Bl/Wht		
44	1998	Ford	Tank 3k	1FDXN80F1WVA36436	AE0365	33,000	Blue		
45	1998	Ford	Tank 3k	1FDXN80F1WVA36435	AB0366	33,000	Blue		
48	2002	Sterling	Tank 3k	2FZAARAK61AJ33562	AB2024	33,000	Bl/Wht		
51	2002	Sterling	Tank 3k	2FZAARAK62AJ33546	AB2024	33,000	Bl/Wht		
52	1999	Ford	Tank 3k	3FTFXF8016XMA04041	AB4483	33,000	Bl/Wht		
54	2002	Sterling	Tank 3k	2FZAARAK92AJ74785	AB4618	33,000	Bl/Wht		
57	2007	Sterling	Tank 3k	2FZACGDC87AZ33887		33,000	Bl/Wht		
58	2007	Sterling	Tank 3k	2FZACGDCX7AZ53888		33,000	Bl/Wht		
59	2010	Ford	Tank 3k	1FVACXBS0AHAR0389	AF2966	33,000	Bl/Wht		
61	2002	WSTR	Tank 3k	2WLIHALA62KJ89737	AF2211	54,000	Bl/Wht		
62	1991	INTL	TANK 3K	1HTSDZ7H3M61320703	AF4207	33,000	Bl/Wht		
63	1998	INTL	Tank 3k	1HTSDAANSWH565435	AF4209	33,000	Bl/W		

Fred Fuller Oil Co, Inc.		VEHICLE LISTING							
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color		1/8/2014
Hudson Service Department									
S14	2003	Chevy	3500	1GBJG31UX31174079	1819707	7,300	White		
S15	2006	Chevy	Express	1GCGG29V96L209793	2373511	7,300	White		
S18	2001	Chevy	G3500	1GCHG39RX11201918	1818992	9,500	White		
S19	2006	Chevy	Express	1GCGG25V571108502	2730002	7,300	White		
S20	2006	Chevy	Express	1GCGG15X761261422	1185462	6,200	White		
S22	2006	Ford	E 250 Van	1FTNE24W46DA13751	79864	8,600	White		
S25	2000	Ford	Cube Van	1FDWE35F4Y1A12591	1111518	6,704	White		DELIVERIES
S27	2008	Chevy	Express	1GCGG25C681187520	1185460	7,300	White		
S28	2000	Chevy	Box Van	1GBJG31RX11121773	617910	7,300	White		DELIVERIES
S31	2002	Chevy	Express	1GBJG31R621245904	1760936	8,000	White		
S32	2002	Chevy	3500	1GBHG31R021142833	617943	9,500	White		
S35	2003	Ford	ECONO	1FTNE24L73HB44073	617940	7,200	White		Haz-MAT
S36	2003	Chevy	VAN	1GBJG31U031165097	1991082	12,000	White		
S37	2007	Ford	van	1FTNE24W97DA40940	2754231	8,600	White		
S42	2005	Chevy	Express	1GCGG25V571101052	2056300	7,300	White		
S43	2008	Ford	E250van	1FTNE24W28DA81945	2879563	8,600	White		
S49	2001	Chevy	3500	1GBJG31R411230357	1236963	12,000	White		
S50	2008	Ford	E250 Van	1FTNE24W08DA81961	2879562	8,600	White		
S51	2007	FORD	E250 Van	1FTNE24WX7DA29412	2729980	8,600	White		
S53	2007	Ford	E250 van	1FTNE24W27DA49088	1257552	8,600	White		
S54	2002	Chevy	3500 Box	1GBHG31R821128386	1462904	9,800	White		
S59	2003	Ford	E250	1FTNE24L031A32976	3210384	7,200	White		off road

Fred Fuller Oil Co, Inc.		VEHICLE LISTING							
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color		1/8/2014
Midford									
10	2003	Sterling	Tank 3k	2FZACGAK93AK50028		33,000	Bl/Wht		
12	2002	Sterling	Tank 3k	2FZAARAK32A74796		33,000	Bl/Wht		
29	2000	Ford	Tank 3k	3FDXFP75R5YMA02330		33,000	Blue		
49	2001	Sterling	Tank 3k	2FZAARAKX1AJ33564		33,000	Bl/Wht		

Fred Fuller Oil Co, Inc. VEHICLE LISTING								
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color	
LS50	2000	Ford	F150 PU	1FTFX18L1YNA48538	1037062	5,515	White	Bob White
LS16	2001	Ford	F250	1FTNF20L21BB72437	1660048	8,800	White	Buster Mechanic
LS 6	2004	Ford	F350	1FTSX31L94EB21083	14EAT	9,900	White	Fred Reed
LS 59	2005	Ford	Sport Trac	1FMZU77K75UB56639	1037061	5,840	Blue	Kerry Mattson

Fred Fuller Oil Co, Inc. VEHICLE LISTING								
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color	
Lacosta Retail Delivery				US DOT 381743				
L14	2000	Sterling	Tank 3k	2FWWJWDA3YAF59171	AB8315	33,000	BUWh	
L15	2002	Sterling	Tank 3k	2FZAARAK12AJ74506	AE5605	33,000	BUWh	
L16	2004	Sterling	Tank 3k	2FZACGAK34AM86174	AB2023	33,000	BUWh	
L27	2004	Sterling	Tank 3k	2FZACGDC84AN18458	AB2023	33,000	BUWh	
L28	2002	Sterling	Tank 3k	2FZAARAK12AJ74795	AE5608	33,000	Blue	
L30	2005	Sterling	Tank 3k	2FZACGDC35AU74760	AB8792	33,000	Blue	
L31	2006	Sterling	Tank 3k	2FZACGDC26AV89593	AD5511	33,000	BUWh	
L34	2010	Frlt.	Tank 3k	1FVACXB57AHAR0387	AF2965	33,000	BUWh	
L37	2003	Sterling	Tank 3k	2FZACGDC95AN91145	AE57852	33,000	BUWh	
L40	2011	Frlt.	Tank3k	1FVACXB578DAV2330	AD9008	33,000	BL/WH	
L42	1998	Ford	Tank 3k	FDXN80P3VVA26751	AE0363	33,000	Blue	
L43	1998	Ford	Tank 3k	1PDXXN80F3WYA26750	AE0364	33,000	Blue	
L46	2002	Sterling	Tank 3k	2FZAARAK32AJ33536	AB4478	33,000	BUWh	
L47	2002	Sterling	Tank 3k	2FZAARAK32AJ33537	AB4484	33,000	BUWh	
L50	2002	Sterling	Tank 3k	2FZAARAK82AJ33547	AB4482	33,000	BUWh	
L53	2002	Sterling	Tank 3k	2FZAARAK32AJ33540	AB4481	33,000	BUWh	
L56	2007	sterling	Tank 3k	2FZACGDC67AZ53886	AF1526	33,000	BUWh	
L-60	1999	Frlt.	Tank3k	1FVXJCB7XHA18853	AF2210	54,000	BL/WH	
L-64	1997	INTL	Tank3k	1HTSDAAN3VH450959	AF4208	33,000	BUWh	
L-65	2003	PTRB	Tank3k	2NTNHD7XXM809823	AF2010	33,000	BUWh	

Fred Fuller Oil Co, Inc. VEHICLE LISTING								
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color	
Lacosta Service								
LS10	1997	Ford	E350	1FDKE37FVHA73837	1760935	8,000	White	DELIVERIES
LS11	1997	Ford	F350	1FDKF38G9VEA89630	1372427	11,000	White	plow bridgewater offroad
LS12	2008	Chevy	Express	1GCGG25C581178744	1257551	7,300	White	
LS21	2008	Ford	E250	1FTNE24W88DA81958	2879565	8,600	White	
LS23	2002	Chevy	3500	1GBH031R521146103	617920	9,500	White	
LS26	2002	Ford	E250 Van	1FTNE24L62HA77709	617922	6,067	White	
LS29	2007	Ford	E350SD	1FDWE35L97DA88304	3044812	11,500	White	
LS30	2001	Chevy	Express	1GCHG39R311202876	1818968	9,500	White	
LS40	2004	Ford	E250	1FTNE24L14HA80553	2391438	8,600	White	
LS41	2000	Ford	E350	1FDWE35L5YHA91050	1646040	10,000	White	HAZ-MAT
LS46	2008	Ford	E250 Van	1FTNE24W78DA81942	2879564	8,600	White	
LS55	1999	Chevy	Express	1GBJG31R7X1110017	1420687	8,000	White	
LS57	2002	Chevy	G30	1GDBJG31R421152331	481590	8,000	White	
LS 58	2005	Ford	E250 Van	1FTNS24L75HB14523	1257553	8,600	White	o

Fred Fuller Oil Co, Inc. VEHICLE LISTING								
Vehicle #	Year	Make	Model	VIN Number	Plate #	GVW	Color	
Hudson Shop and Maintenance Vehicles								
	2001	New Ho	Backhoe	31027827	CB21386	24,000	YELLOW	Shop
S1	2000	Chevy	Pickup	1G0DC24RXYP485352	8257554	8,000	White	Shop
S4	2001	Chevy	G3500	1GBK34P11M106492	617929	9,700	White	Shop
S5	2002	Chevy	Dump	1GBJK39U93E178331	PULOH	11,400	White	Shop
LS 8	2000	Ford	F-150	1FTPX18L3YNA48539	2949250	6,000	Silver Grey	Off Road Millford plow
89	2004	Ford	Ranger	1PT2R44E94TA15450	2056347	5,000	White	John
S13	2002	Ford	F250	1FTNF21T22EC18178	1819706	8,000	White	Bob
S5	1996	Ford	F800	1PDNF80C9TVA16634	1391361	22,440	White	Ramp truck/Shop
	2003	Chrysler	PT Cruiser	3C4PY48B33T594090	2056348	4,070	Blue	IT Division
	2004	Chrysler	PT Cruiser	3C8FY78QY74T286840	2303322	4,070	White	Oren
Tr-66	2000	INTL	DUMP	1HTSDAAR5YH234828	AF4468	33,000	BL/WH	Shop
	2010	Ford	F-150	1FTFW1EV4AFA40020	FULLER	6,800	Grey	Byron
	2007	Ford	Sport Trac	1FMEUJ3867UB38441	2879641	6,107	SILVER	Lenny

Fred Fuller Oil Co., Inc.		VEHICLE LISTING						1/8/2014	
Vehicle #	Year	Make	Model	VIN Number		Plate #	GVW	Color	
Propane Division				USDOT 381743					
P-7	2001	Dodge	Ram PU	3B6MF16391M554855		617934	6,365	BL/wh	Small Delivery Truck
P-70	2001	Ford	F350SD	1FDWF37S21ED33320		3097611	12,500	bl/white	Small Delivery Truck
P-71	2011	FRHT	M2106	1FVACXBS4BDAY2334		AF3319	33,000	BL/WH	LACONIA
P-72	2005	FRHT	M2106v	1FVACXDC45HU11083		AF3321	33,000	BL/WH	LACONIA
P-73	2011	FRHT	M2106	1FVACXBS2BDAY2333		AF3320	33,000	BL/WH	HUDSON
P-74	2000	GMC	C6500	1GDI7H1C9YJ528337		3008781	25,940	BL/WH	Cruze Truck
P-75	2012	FRHT	M2106	1FVACXBS0CHDD0002		AF5055	33,000	BL/WH	HUDSON
P-76	2012	FRHT	M2106	1FVACXBS6CHBD005			33,000	BL/WH	HUDSON

**SCHEDULE B**  
**Perfected Vehicles**

<u>Count</u>	<u>Vehicle #</u>	<u>Year</u>	<u>Make</u>	<u>Model</u>	<u>VIN Number</u>	<u>Plate #</u>	<u>GVW</u>	<u>Color</u>
1	P-71	2011	FRHT	M2106	1FVACXBS4BDAV2334	AF3319	33,000	BLIWH
2	P-72	2005	FRHT	M2106v	1FVACXDC45HU 1 1083	AF3321	33,000	BLIWH
3	P-73	2011	FRHT	M2106	1FVACXBS2BDAV2333	AF3320	33,000	BLIWH
4	P-74	2000	GMC	C6500	IGDJ7HIC9YJ528337	3008781	25,940	BLIWH
5	P-75	2012	FRHT	M2106	1FV ACXBSOCHBDOOO2	AF5055	33,000	BLIWH
6	P-76	2012	FRHT	M2106	1FV ACXBS6CHBD005		33,000	BLIWH
7	L14	2000	Sterling	Tank3k	2FWWJWDA3Y AF59171	AB8315	33,000	
8	LIS	2002	Sterling	Tank3k	2FZAAKAK12AJ74506	AE5605	33,000	BI/Wh
9	L-16	2004	Sterling	Tank3k	2FZACGAK34AM86174	AB2023	33,000	BI/wh
10	L27	2004	Sterling	Tank3k	2FZACGDC84AN18458	AB2035	33,000	BI/Wh
11	L28	2002	Sterling	Tank3k	2FZAAKAK12AJ74795	AE5608	33,000	Blue
12	L30	2005	Sterling	Tank3k	2FZACGDC35AU74760	AE8792	33,000	Blue
13	L31	2006	Sterling	Tank3k	2FZACGDC26A V89593	AD5511	33,000	BI/Wh
14	L-34	2010	Frht.	Tank3k	1FVACXBS7 AHAR0387	AF2965	33,000	BI/Wh
15	L37	2005	Sterling	Tank3k	2FZACGDC95AN91145	AE7852	33,000	BI/Wh
16	L-40	2011	Frht.	Tank3k	1FVACXBS7BDAV2330	AD9008	33,000	BL/WH
17	L46	2002	Sterling	Tank3k	2FZAAKAK32AJ33536	AE4478	33,000	BI/Wh
18	L47	2002	Sterling	Tank3k	2FZAAKAK52AJ33S37	AE4484	33,000	BI/Wh
19	LSO	2002	Sterling	Tank3k	2FZAAKAK82AJ33547	AE4482	33,000	BI/Wh
20	L53	2002	Sterling	Tank3k	2FZAAKAK52AJ33540	"Q8:28t	33,000	BI/Wh
21	L56	2007	Sterling	Tank3k	2FZACGDC67 AZ53886	AF1526	33,000	BI/Wh
22	L-65	2003	PTRB	Tank3k	2NPNHD7XX3M809823	AF2010	33,000	BI/Wh
23	T-I	2007	HEIL	Tank11	5HTAB433677K72237	T190538		White
24	T-2	1989	Fruehauf	Tank 10k	1H4T04239KL029301	TK2516		White
25	T-3	1989	Fruehauf	Tank 10k	1H4T04231LL003101	T170832		White
26	T-4	2002	Polar	Tank 12k	1PMA2453525003129	TR4043		Aluminum
27	T-5	2002	Polar	Tank 12k	1PMA2453525003130	TR442		Aluminum
28	T-6	2009	Eager	Lowbed	112LBX3779L072580	T268914		Black
29	T-7	2001	Heil	Tank 12k	5HTAB463817L65411	T287617		Aluminum
30	T-8	2011	MTC	Propane Tank	1M9PTOX37BH35544	T346086		White
31	2	2013	Freight	Tractor	1FUJGLDR7DLFA4454		80,000	BL/WH
32	3	2007	Mack	Tractor	1M1AJ07Y97N009337	6914AR	80,000	BI/Wh
33	4	2007	Mack	Tractor	1M1AJ07Y77N009336	6805AR	80,000	BI/Wh
34	5	2007	Mack	Tractor	1M1AJ07Y57N009335	8941AP	80,000	BVWh
35	6	2008	Mack	Tractor	1M1ANO7Y18N001285	8073AR	80,000	BI/Wh
36	7	2009	Freight	Tractor	1FUJGEDRX9LAL9787	AP1748	80,000	BI/Wh
37	8	2004	Mack	Tractor	1M1AA18Y64N155730	I832AR	80,000	BVWh
38	9	2010	Freight	Tractor	1FUJGEBG3ASAT6967	AP1921	80,000	BL/WH

39	17	2002	Sterling	Tank 3k	2FZAAKAK32AJ74507		33,000	BVWh
40	18	2010	Frht.	Tank 3k	1FVACXBS9AHAR0388	AF2968	33,000	BI/Wh
41	20	2000	Frht.	Tank 3k	1FV6HFBA2YHG09803	AE5609	33,000	BVWh
42	21	2010	Frht.	Tank 3k	1FVACXBS7AHAR0390	AF2967	33,000	BL/WT
43	22	2011	Frht.	Tank 3k	1FUACXBS9BDAV2331	AF3576	33,000	BL/WT
44	23	2011	Frht.	Tank 3k	1FVACXBSOBDV2332	AF3577	33,000	BL/WH
45	24	2004	Sterling	Tank 3k	2FZACGAK54AM86175	AB2024	33,000	BI/Wh
46	25	2004	Sterling	Tank 3k	2FZACGAK14ANO3148	AE5216	33,000	BI/Wh
47	26	2005	Sterling	Tank 3k	2FZACGDC35AN91142	AE8791	33,000	BI/Wh
48	32	2005	Sterling	Tank 3k	2FAZCGDCXSAN91672		33,000	Blue
49	33	2005	Sterling	Tank 3k	2FZACGDC55AU74761	AE8793	33,000	Blue
50	35	2010	Frht.	Tank 3k	1FVACXBS9AHAR0391	AF2964	33,000	BL/WT
51	36	2005	Sterling	Tank 3k	2FZACGDC75AN91144	AE7851	33,000	BI/Wh
52	39	2006	Sterling	Tank 3k	2FZACGDC96AV89591	AD3693	33,000	BI/Wh
53	48	2002	Sterling	Tank 3k	2FZAAKAK61AJ33562		33,000	BI/Wh
54	51	2002	Sterling	Tank 3k	2FZAAKAK62AJ33546	AE4483	33,000	BI/Wh
55	54	2002	Sterling	Tank 3k	2FZAAKAK92AJ74785		33,000	BI/Wh
56	57	2007	Sterling	Tank 3k	2FZACGDC87AZ53887	AF2966	33,000	BI/Wh
57	58	2007	Sterling	Tank 3k	2FZACGDCX7AZ53888	AF2211	33,000	BI/Wh
58	59	2010	Frht.		1FVACXBSOAHAR0389	AF4207	33,000	BI/Wh
59	61	2002	WSTR	Tank 52k	2WLHALAS62KJ89737	AF4209	54,000	BL/WH
60	10	2003	Sterling	Tank 3k	2FZACGAK93AK50028		33,000	BI/Wh
61	12	2002	Sterling	Tank 3k	2FZAAKAK32AJ74796	AP1575	33,000	BI/Wh
62	29	2000	FORD	Tank 3k	3FDXF75RSYMA02330	AP1925	33,000	Blue
63	49	2001	Sterling	Tank 3k	2FZAAKAKX1AJ33564	AP1576	33,000	BI/Wh

**UCC FINANCING STATEMENT**

FOLLOW INSTRUCTIONS CAREFULLY

A. NAME &amp; PHONE OF CONTACT AT FILER (optional)

Denis Robinson

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Denis Robinson  
Pierce Atwood LLP, 1 New Hampshire Ave #350  
Portsmouth, NH 03801

**EXHIBIT**

tabbics

C-7

File Number: 140116848982

Date Filed: 1/16/2014 3:31:40 PM

William M. Gardner

Secretary of State

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Page 1 of 1

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (1a or 1b) - do not abbreviate or combine names

OR	1a. ORGANIZATION'S NAME <b>Fred Fuller Oil &amp; Propane, Co., Inc.</b>				
	1b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS <b>12 Tracy Lane</b>		CITY <b>Hudson</b>	STATE <b>NH</b>	POSTAL CODE <b>03051</b>	COUNTRY <b>USA</b>
1d. SEE INSTRUCTIONS	ADDL INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION <b>Corporation</b>	1f. JURISDICTION OF ORGANIZATION <b>New Hampshire</b>		1g. ORGANIZATIONAL ID#, if any <b>140571</b> <input type="checkbox"/> None

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one name (2a or 2b) - do not abbreviate or combine names

OR	2a. ORGANIZATION'S NAME				
	2b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS	ADDL INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION		2g. ORGANIZATIONAL ID#, if any <input type="checkbox"/> None

3. SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (3a or 3b)

OR	3a. ORGANIZATION'S NAME <b>Sprague Operating Resources, LLC</b>				
	3b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS <b>185 International Drive</b>		CITY <b>Portsmouth</b>	STATE <b>NH</b>	POSTAL CODE <b>03801</b>	COUNTRY <b>USA</b>

4. This FINANCING STATEMENT covers the following collateral:

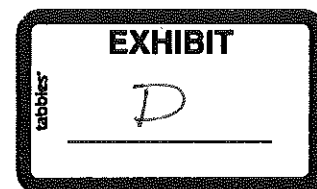
All vehicles and rolling stock of the Debtor, whether now existing or hereafter acquired, and all proceeds thereof.

5. ALTERNATE NAME DESIGNATION	<input type="checkbox"/> LESSEE/LESSOR	<input type="checkbox"/> CONSIGNEE/CONSIGNOR	<input type="checkbox"/> BAILEE/BAILOR	<input type="checkbox"/> SELLER/BUYER	<input type="checkbox"/> AG. LIEN	<input type="checkbox"/> NON-UCC
6. <input type="checkbox"/> This FINANCING STATEMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.						
8. OPTIONAL FILER REFERENCE DATA <b>19448-9564 (Rolling Stock)</b>						





**State of New Hampshire**  
**Department of State**  
 William M. Gardner  
**Liens Filing Search Results Report**  
 November 12, 2014



**Date Searched:** 11/12/2014 09:37 AM    **Search Criteria:** Filing Status: UnLapsed Only; Include  
**Searched By:** 12376    **Records:** Exact Match; Org Name:  
**Filing Chains:** 3    fredfulleroil  
**Good Through Filing Date:** 11/07/2014 11:59 PM

**Filing Chain #:** 1    **Lapse Date:** 01/02/2019  
**Original File #:** 140106840372    **Alt Filing Type:**

File Number	Filing Date	Type	Page Count
140106840372	1/2/2014 4:30 PM	UCC1	9

**Debtor(s):**

Commercial: FRED FULLER OIL & PROPANE CO., INC.  
 12 TRACY LANE  
 Hudson, NH 03051

Commercial: FRED FULLER OIL & PROPANE COMPANY  
 12 TRACY LANE  
 Hudson, NH 03051

Commercial: FRED FULLER OIL  
 12 TRACY LANE  
 Hudson, NH 03051

Commercial: FRED FULLER OIL & PROPANE CO  
 557 MAYHEW TURNPIKE, RTE 3A  
 Bristol, NH 03222

Commercial: FRED FULLER OIL & PROPANE CO  
 6 CRYSTAL AVENUE  
 Derry, NH 03038

Commercial: FRED FULLER OIL & PROPANE CO  
 700 MAST ROAD  
 Goffstown, NH 03045

Commercial: FRED FULLER OIL & PROPANE CO  
 64 PRIMROSE N DRIVE  
 Laconia, NH 03246

Commercial: FRED FULLER OIL & PROPANE CO, INC  
 419 NASHUA ROAD  
 Milford, NH 03055

Commercial: FRED FULLER OIL & PROPANE CO, INC  
 268 WHITTER HIGHWAY, RTE 25  
 Moultonboro, NH 03254

Commercial: FREF FULLER OIL & PROPANE CO, INC

**Date Searched:** 11/12/2014 09:37 AM **Search Criteria:** Filing Status: UnLapsed Only; Include  
**Searched By:** 12376 **Records:** Exact Match; Org Name: fredfulleroil  
**Filing Chains:** 3  
**Good Through Filing Date:** 11/07/2014 11:59 PM

77 PARK STREET  
Northfield, NH 03276

**Secured Parties:**

Commercial: CORPORATION SERVICE COMPANY, AS REPRESENTATIVE  
PO BOX 2576  
Springfield, IL 62708

File Number	Filing Date	Type	Page Count
140114847332	1/13/2014 4:30 PM	Termination	1

**Debtor(s):****Secured Parties:**

**Filing Chain #:** 2 **Lapse Date:** 02/13/2018  
**Original File #:** 120215336823 **Alt Filing Type:**

File Number	Filing Date	Type	Page Count
120215336823	2/13/2012 4:30 PM	Department of Revenue Administration - Initial	2

**Debtor(s):**

Commercial: FRED FULLER OIL CO INC  
12 TRACY LN  
Hudson, NH 03051

**Secured Parties:**

Commercial: NH Department of Revenue  
PO Box 454  
Concord, NH 03302  
  
Commercial: NH Department of Revenue  
PO Box 454  
Concord, NH 03302

**Filing Chain #:** 3 **Lapse Date:** 02/22/2015  
**Original File #:** 20100003933B **Alt Filing Type:** UCC

File Number	Filing Date	Type	Page Count
20100003933B	2/22/2010 4:30 PM	UCC1	1

**Debtor(s):**

Commercial: Fred Fuller Oil Company, Inc.  
55 Bay Street  
Laconia, NH 03246



**Date Searched:** 11/12/2014 09:37 AM    **Search Criteria:** Filing Status: UnLapsed Only; Include  
**Searched By:** 12376    **Records:** Exact Match; Org Name:  
**Filing Chains:** 3    fredfulleroil  
**Good Through Filing Date:** 11/07/2014 11:59 PM

---

**Secured Parties:**

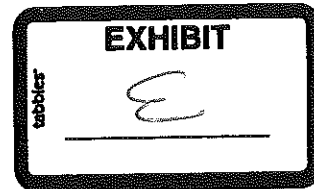
Commercial:    Woodward Petroleum, Inc.  
                         1064 Goffs Falls Road  
                         Manchester, NH 03103

---



**State of New Hampshire**  
**Department of State**  
 William M. Gardner  
**Liens Filing Search Results Report**

November 12, 2014



**Date Searched:** 11/12/2014 09:23 AM    **Search Criteria:** Filing Status: UnLapsed Only; Include  
**Searched By:** 12376    **Records:** Exact Match; **Org Name:**  
**Filing Chains:** 5    fredfulleroil&propanecoinc  
**Good Through Filing Date:** 11/07/2014 11:59 PM

**Filing Chain #:** 1    **Lapse Date:** 01/02/2019  
**Original File #:** 140106840372    **Alt Filing Type:**

File Number	Filing Date	Type	Page Count
140106840372	1/2/2014 4:30 PM	UCC1	9

**Debtor(s):**

Commercial:	FRED FULLER OIL & PROPANE CO., INC. 12 TRACY LANE Hudson, NH 03051
Commercial:	FRED FULLER OIL & PROPANE COMPANY 12 TRACY LANE Hudson, NH 03051
Commercial:	FRED FULLER OIL 12 TRACY LANE Hudson, NH 03051
Commercial:	FRED FULLER OIL & PROPANE CO 557 MAYHEW TURNPIKE, RTE 3A Bristol, NH 03222
Commercial:	FRED FULLER OIL & PROPANE CO 6 CRYSTAL AVENUE Derry, NH 03038
Commercial:	FRED FULLER OIL & PROPANE CO 700 MAST ROAD Goffstown, NH 03045
Commercial:	FRED FULLER OIL & PROPANE CO 64 PRIMROSE N DRIVE Laconia, NH 03246
Commercial:	FRED FULLER OIL & PROPANE CO, INC 419 NASHUA ROAD Milford, NH 03055
Commercial:	FRED FULLER OIL & PROPANE CO, INC 268 WHITTER HIGHWAY, RTE 25 Moultonboro, NH 03254
Commercial:	FREF FULLER OIL & PROPANE CO, INC

**Date Searched:** 11/12/2014 09:23 AM    **Search Criteria:** Filing Status: UnLapsed Only; Include  
**Searched By:** 12376    **Records:** Exact Match; Org Name:  
**Filing Chains:** 5    fredfulleroil&propanecoinc

**Good Through Filing Date:** 11/07/2014 11:59 PM

---

77 PARK STREET  
Northfield, NH 03276

**Secured Parties:**

Commercial: CORPORATION SERVICE COMPANY, AS REPRESENTATIVE  
PO BOX 2576  
Springfield, IL 62708

File Number	Filing Date	Type	Page Count
140114847332	1/13/2014 4:30 PM	Termination	1

**Debtor(s):**

**Secured Parties:**

---

<b>Filing Chain #:</b> 2	<b>Lapse Date:</b> 12/22/2016
<b>Original File #:</b> 111222298524	<b>Alt Filing Type:</b> UCC

---

File Number	Filing Date	Type	Page Count
111222298524	12/22/2011 3:51 PM	UCC1	1

**Debtor(s):**

Commercial: Fred Fuller Oil & Propane Co., Inc.  
12 Tracy Lane  
Hudson, NH 03051

**Secured Parties:**

Commercial: Sprague Operating Resources, LLC  
2 International Drive, Ste. 200  
Portsmouth, NH 03801

---

<b>Filing Chain #:</b> 3	<b>Lapse Date:</b> 12/10/2017
<b>Original File #:</b> 121210553510	<b>Alt Filing Type:</b> UCC

---

File Number	Filing Date	Type	Page Count
121210553510	12/10/2012 2:17 PM	UCC1	1

**Debtor(s):**

Commercial: Fred Fuller Oil & Propane Co., Inc.  
12 Tracy Lane  
Hudson, NH 03051

**Secured Parties:**

Commercial: Sprague Operating Resources, LLC  
2 International Drive, Ste. 200  
Portsmouth, NH 03801

**Date Searched:** 11/12/2014 09:23 AM    **Search Criteria:** Filing Status: UnLapsed Only; Include  
**Searched By:** 12376    **Records:** Exact Match; **Org Name:**  
**Filing Chains:** 5    fredfulleroil&propanecoinc  
**Good Through Filing Date:** 11/07/2014 11:59 PM

**Filing Chain #:** 4    **Lapse Date:** 12/14/2017  
**Original File #:** 121217558235    **Alt Filing Type:**

File Number	Filing Date	Type	Page Count
121217558235	12/14/2012 4:30 PM	UCC1	3

**Debtor(s):**

Commercial: FRED FULLER OIL & PROPANE CO., INC.  
 12 TRACY LANE  
 Hudson, NH 03051

**Secured Parties:**

Commercial: RAYMOND C. GREEN FUNDING, LLC  
 111 HUNTINGTON AVENUE, SUITE 600  
 Boston, MA 02199

File Number	Filing Date	Type	Page Count
140124854252	1/23/2014 4:30 PM	Amendment (Collateral) - Delete	8

**Debtor(s):****Secured Parties:**

**Filing Chain #:** 5    **Lapse Date:** 01/15/2019  
**Original File #:** 140115848982    **Alt Filing Type:** UCC

File Number	Filing Date	Type	Page Count
140115848982	1/15/2014 3:31 PM	UCC1	1

**Debtor(s):**

Commercial: Fred Fuller Oil & Propane, Co., Inc.  
 12 Tracy Lane  
 Hudson, NH 03051

**Secured Parties:**

Commercial: Sprague Operating Resources, LLC  
 185 International Drive  
 Portsmouth, NH 03801